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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY
(AT NEWARK)

_____)	
In re:)	Chapter 11
)	
)	Bankr. Case Nos. 01-30135 (RG) and
G-I HOLDINGS INC., et al.,)	01-38790 (RG) (Jointly Administered)
)	
)	Hon. Rosemary Gambardella
)	
)	
Debtors.)	
_____)	

**SUPPLEMENTAL PROOF OF CLAIM OF THE UNITED STATES OF AMERICA ON
BEHALF OF THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY;
UNITED STATES DEPARTMENT OF COMMERCE, NATIONAL OCEANIC AND
ATMOSPHERIC ADMINISTRATION; AND THE UNITED STATES DEPARTMENT OF
INTERIOR, FISH AND WILDLIFE SERVICE**

1. This Supplemental Proof of Claim is filed by the United States on behalf of the United States Environmental Protection Agency ("EPA"); the United States Department of Commerce, National Oceanic and Atmospheric Administration ("NOAA"); and United States Department of the Interior,

Fish and Wildlife Service ("DOP"). The Attorney General is authorized to make this Supplemental Proof of Claim on behalf of the United States.

2. The Debtor, G-I Holdings Inc., is a corporation organized and existing under the laws of the State of Delaware, with a principal place of business located at 1361 Alps Road, Wayne, New Jersey 07470. The Debtor is the successor by merger to GAF Corporation ("GAF") and filed a voluntary petition for reorganization under Chapter 11 of the Bankruptcy Code (11 U.S.C. §§ 101, et seq.) with this Court on January 5, 2001.

3. On September 5, 2008, the Court entered its order setting October 15, 2008 as the general bar date for filing proofs of claim.

4. On or before October 15, 2008, the United States, on behalf of the United States Environmental Protection Agency; the United States Department of Commerce, National Oceanic and Atmospheric Administration; and United States Department of the Interior, Fish and Wildlife Service, filed its proof of claim related to the Debtor's liability under environmental law ("**Proof of Claim**") against G-I Holdings, Inc. A true and correct copy of the Proof of Claim is attached hereto as Exhibit "A."

5. The United States' Proof of Claim relates to the Debtor's liability to the United States under CERCLA with respect to releases and threatened releases of hazardous substances at twelve (12) industrial and waste disposal sites across the country.^{1/}

6. This Supplemental Proof of Claim updates several of the amounts in the Proof of Claim based on more recent information and estimates.

^{1/} The United States' Proof of Claim also contains a protective proof of claim relating to injunctive relief sought at the Vermont Asbestos Group Mine Site. The protective proof of claim is not supplemented.

7. The United States accordingly updates its Proof of Claim as follows:
- 1) In paragraph 12 of the United States' Proof of Claim related to the Vermont Asbestos Group Site ("VAG Site"), the United States on behalf of DOI asserted a claim for \$1,800,000 on behalf of DOI for past assessment costs. The United States withdraws this claim.
 - 2) In paragraph 12 of the United States' Proof of Claim related to the VAG Site, the United States on behalf of DOI asserted a claim for \$12,721,199, which represents natural resource damages at the sites. The United States' updated estimate of the amount of such loss is \$12,628,622.
 - 3) In paragraph 64 of the United States' Proof of Claim related to the 68th Street Dump Site, the United States on behalf of EPA asserted a claim for \$2,290,000 for response costs. The United States' updated claim for such costs is \$2,270,000.
 - 4) In paragraph 23 of the United States' Proof of Claim related to the LCP Chemicals Inc. and GAF Chemical Corporation Sites, the United States on behalf of DOI and NOAA asserted a claim in a range from \$45,500,000 to \$53,820,000, which represents natural resource damages at the sites. The United States' updated estimate for such costs is a range from \$67,900,000 to \$81,040,000.
8. No other provisions of the United States' Proof of Claim are altered. All other allegations contained in the United States' Proof of Claim are fully preserved.
9. The United States reserves its rights to further supplement its Proof of Claim.

BRUCE S. GELBER
Chief
Environmental Enforcement Section

By:

A handwritten signature in black ink, appearing to read "D. Gordon", written over a horizontal line.

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